Minda Industries Ltd.



Ref. No: Z-IV/R-39/D-2/174 & 207

Date : 26/07/2021

BSE Ltd.	National Stock Exchange of India Ltd.	
Regd. Office: Floor - 25,	Listing Deptt., Exchange Plaza,	
PhirozeJeejeebhoy Towers,	BandraKurla Complex, Bandra (E),	
Dalal Street, Mumbai-400 001.	Mumbai - 400 051.	
BSE Scrip: 532539	NSE Scrip: MINDAIND	

Dear Sirs,

Sub: Declaration of Results of Postal Ballot Voting

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and in furtherance to our letter 21 June, 2021 together with we sent the copy of the Postal Ballot Notice to the exchange, which has been sent to the shareholders of the Company, seeking their approval for the following Resolution(s): -

S.No.	Type of Resolution	Description of Resolution(s)
1	Ordinary	Appointment Of Mr. Ravi Mehra (DIN: 01651911) as a Director of
		the Company, liable to Retire by rotation
2	Ordinary	Appointment of Mr. Ravi Mehra (DIN: 01651911) as a Whole Time
		Director designated as Deputy Managing Director of the Company
3	Special	Re-Appointment of Ms. Pravin Tripathi (DIN: 06913463) as an
		Independent Director of the Company
4	Special	Re-Appointment of Mr. Krishan Kumar Jalan (DIN: 01767702) as an
		Independent Director of the Company
5	Special	Raising of funds upto Rs. 700 crores through issue of securities

The Results of the Postal Ballot announced today i.e. 26 July, 2021 at 3.30 p.m. and as per the Scrutinizer's Report, the Resolution(s) relating to the above mentioned business matter(s), as contained in the Postal Ballot Notice dated 13 June, 2021 have been passed with requisite majority. In this regard, we are enclosing herewith the following:-

Delhi

- 1) Results of Voting for Postal Ballot (including e-voting) as per Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015.
- 2) Scrutinizer's Report on the Postal Ballot Results.

This is for your information and records please.

Thanking you,

Yours faithfully,

for MINDA INDUSTRIES LTD.

Tarun Kumar Srivastava

Company Secretary & Compliance Office

Encl: As above.



Minda Industries Limited

Voting Results of Postal Ballot Details of e-voting and Postal Ballot Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:					
Total number of shareholders on cut-off date i.e. June 11, 2021	64,480				
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NA				
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	NA				

Vhether promoter/ promoter group are intersted in the Agenda/resolution								No
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Duamatana and Duamatan	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000
Promoters and Promoter	Postal Ballot		41500	0.0215	41,500	0	100.0000	0.0000
Group	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000
	E-voting		5,11,68,394	93.5651	3,54,58,316	1,57,10,078	69.2973	30.7027
Public-Institutions	Postal Ballot	5,46,87,473	0	0.0000	0	0	0.0000	0.0000
	Total		51168394	93.5651	3,54,58,316	1,57,10,078	69.2973	30.7027
	E-voting		81,05,932	33.0572	80,98,100	7,832	99.9034	0.09662
Public-Non Institutions	Postal Ballot	2,45,20,923	5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,412	33.0796	81,03,580	7,832	99.9034	0.0966
Total		27,19,28,704	25,20,00,114	92.6714	23,62,82,204	1,57,17,910	93.7627	6.2373



Whether promoter/ prom		No						
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.000
	Postal Ballot		41500	0.0215	41500	0	100.0000	0.0000
Group	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000
	E-voting		5,11,68,394	93.5651	3,13,11,806	1,98,56,588	61.1936	38.8064
Public-Institutions	Postal Ballot	5,46,87,473	0	0.0000	0	0	0.0000	0.0000
	Total		51168394	93.5651	3,13,11,806	1,98,56,588	61.1936	38.8064
	E-voting		81,05,910	33.0571	80,97,724	8,186	99.8990	0.1010
Public-Non Institutions	Postal Ballot	2,45,20,923	5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,390	33.0795	81,03,204	8,186	99.8991	0.1009
Total		27,19,28,704	25,20,00,092	92.6714	23,21,35,318	1,98,64,774	92.1172	7.8828

Whether promoter/ promoter group are intersted in the Agenda/resolution								No
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Dramators and Dramator	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000
Promoters and Promoter	Postal Ballot		41,500	0.0215	41,500	0	100.0000	0.0000
Group	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000
	E-voting		5,11,68,394	93.5651	4,89,66,502	22,01,892	95.6968	4.3032
Public-Institutions	Postal Ballot	5,46,87,473	0	0.0000	0	0	0.0000	0.0000
	Total		5,11,68,394	93.5651	4,89,66,502	22,01,892	95.6968	4.3032
	E-voting		81,05,910	33.0571	80,97,529	8,381	99.8966	0.1034
Public-Non Institutions	Postal Ballot	2,45,20,923	5,480	0.0223	5,480	0	100.0000	0.0000
	Total		81,11,390	33.0795	81,03,009	8,381	99.8967	0.1033
Total		27,19,28,704	25,20,00,092	92.6714	24,97,89,819	22,10,273	99.1229	0.8771



4. Special Resolution: Re-Appointment of Mr. Krishan Kumar Jalan (DIN: 01767702) as an Independent Director of the Company

Whether promoter/ promoter group are intersted in the Agenda/resolution

victure promoter group are intersect in the Agentalyresolution								140	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter	E-voting		19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000	
	Postal Ballot	19,27,20,308	41,500	0.0215	41,500	0	100.0000	0.0000	
Group	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000	
	E-voting		5,11,68,394	93.5651	4,91,46,740	20,21,654	96.0490	3.9510	
Public-Institutions	Postal Ballot	5,46,87,473	0	0.0000	0	0	0.0000	0.0000	
	Total		51168394	93.5651	4,91,46,740	20,21,654	96.0490	3.9510	
	E-voting		81,05,910	33.0571	80,97,411	8,499	99.8952	0.1048	
Public-Non Institutions	Postal Ballot	2,45,20,923	5,480	0.0223	5,480	0	100.0000	0.0000	
	Total		81,11,390	33.0795	81,02,891	8,499	99.8952	0.1048	
Total		27,19,28,704	25,20,00,092	92.6714	24,99,69,939	20,30,153	99.1944	0.8056	

/hether promoter/ promoter group are intersted in the Agenda/resolution								No	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)+100	(7)=(5)/(2)*100	
Duamatana and Duamatan	E-voting	19,27,20,308	19,26,78,808	99.9785	19,26,78,808	0	100.0000	0.0000	
Promoters and Promoter	Postal Ballot		41500	0.0215	41500	0	100.0000	0.0000	
Group	Total		19,27,20,308	100.0000	19,27,20,308	0	100.0000	0.0000	
	E-voting		5,11,68,394	93.5651	5,11,68,394	0	100.0000	0.0000	
Public-Institutions	Postal Ballot	5,46,87,473	0	0.0000	0	0	0.0000	0.0000	
	Total		51168394	93.56510951	5,11,68,394	0	100.0000	0.0000	
	E-voting		81,06,211	33.0583	80,97,808	8,403	99.8963	0.1037	
Public-Non Institutions	Postal Ballot	2,45,20,923	5,480	0.0223	5,480	0	100.0000	0.0000	
	Total		81,11,691	33.0807	81,03,288	8403	99.8964	0.1036	
Total		27,19,28,704	25,20,00,393	92.6715	25,19,91,990	8403	99.9967	0.0033	

For MINDA INDUSTRIES LTD.

T.K. Srivastava
Company Secretary & Compliance Officer

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024 Tel.: (011) 4679 0000, Fax: (011) 4679 0012 e-mail: contact@cssanjavqrover.in website: www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To, The Chairman MINDA INDUSTRIES LIMITED (CIN: L74899DL1992PLC050333) B-64/1 Wazirpur, Industrial Area Delhi- 110052

Dear Sir,

I. Devesh Kumar Vasisht, Partner of M/s Sanjay Grover & Associates, Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of MINDA INDUSTRIES LIMITED ('the Company') in its meeting held on June 13, 2021 for the purpose of scrutinizing the e-voting process and postal ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolutions as mentioned in the Notice of Postal Ballot dated June 13, 2021:



S.No.	Type of Resolution	Particulars
1.	Ordinary Resolution	Appointment of Mr. Ravi Mehra (DIN: 01651911) as
1.	Ordinary Nesolution	a Director of the Company, liable to retire by rotation
	*	Appointment of Mr. Ravi Mehra (DIN: 01651911) as
2.	Ordinary Resolution	a Whole Time Director designated as Deputy
		Managing Director of the Company
		Re-Appointment of Ms. Pravin Tripathi (DIN:
3.	Special Resolution	06913463) as an Independent Director of the
		Company
		Re-Appointment of Mr. Krishan Kumar Jalan (DIN:
4.	Special Resolution	01767702) as an Independent Director of the
		Company
5.	Special Resolution	Raising of funds upto Rs. 700 crores through issue
J.	Opeolar Nesolution	of securities

I submit my report as under:

- 1. The Company completed dispatch of Postal Ballot Notice, Postal Ballots and a Self-Addressed Business Reply Envelope ("Postal Ballot Notices") on June 21, 2021 to its Members, whose names appeared in the Register of Members as on Friday, June 11, 2021 ("cut-off date"), in the following manner:
 - a) Through e-mail to the Members whose e-mail addresses were registered with the Depositories/Link Intime India Private Limited., Registrar and Transfer Agent ("RTA") of the Company; and
 - b) Through physical mode, to the other members whose e-mail addresses were not registered with Depositories/ RTA of the Company.



- The Company has published the advertisement regarding dispatch of Postal Ballot Notices in the "Financial Express" (in English language) and in the "Jansatta" (in Vernacular language) on Tuesday, June 22, 2021.
- 3. The Postal Ballots were kept under my safe custody before commencing the scrutiny of such postal ballots.
- 4. The electronic voting process was monitored through the scrutinizer's secured link provided by NSDL on its designated website i.e.www.evoting.nsdl.com
- 5. The Members of the Company holding shares as on cut- off date had an option to vote either through the postal ballots or through the e-voting facility. Members who opted for e-voting facility cast their votes on the designated website of National Security Depository Limited ("NSDL") e-voting platform viz., www.evoting.nsdl.com.
- 6. The e-voting was unblocked on Thursday, July 22, 2021 after 05:00 P.M. in the presence of two witnesses i.e. Mr. Nityam Rastogi and Mr. Vivek Kumar who are not in the employment of the Company.
- 7. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules made thereunder including Circulars in respect of the resolution contained in the Postal Ballot Notices. Our responsibility as scrutinizers is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Postal Ballot Notice.
- 8. The particulars of all Postal Ballots received from the Members as well as e-voting report generated from NSDL website have been entered in a separate Register maintained for that purpose.



- 9. All Postal Ballots received and e-votes cast upto the close of working hours i.e. 05:00 P.M. on July 22, 2021 being the last date and time fixed by the Company for voting were considered and none of the envelopes received after that were considered for the purpose of this report.
- 10. The Postal Ballots and e-voting was reconciled with the Register of Members of the Company as on cut-off date as maintained by RTA. The Members who voted for lesser number of shares as compared to their entitlement, the number of shares for which votes were cast, are considered
- 11. The Postal Ballots, which were incomplete or otherwise found defective or where signature of any shareholder did not match with records maintained by RTA were treated as invalid and kept separately.
- 12. As informed by the Company, 38 (Thirty Eight) Postal Ballot Notices were returned undelivered.
- 13. As on cut- off date, the fully paid-up share capital of the Company was Rs. 54,38,57,408/- (Rupees Fifty Four Crore Thirty Eight Lakhs Fifty Seven Thousand Four Hundred and Eight Only) divided into 27,19,28,704 (Twenty Seven Crore Nineteen Lakh Twenty Eight Thousand Seven Hundred and Four) of Rs. 2/- (Rupee Two Only) each.



14. A consolidated summary of the Postal Ballots/ e-voting are as under:

A. Appointment of Mr. Ravi Mehra (DIN: 01651911) as a Director of the Company, liable to retire by rotation

	, - O				
	Nu				
Particulars	e-Votes	Postal ballot	Total	Percentage	
Assent	23,62,35,224	46,980	23,62,82,204	93.7627	
Dissent	1,57,17,910	0	1,57,17,910	6.2373	
Total	25,19,53,134	46,980	25,20,00,114	100	

Therefore, the above resolution has been passed with requisite majority.

The detailed break up of voting in respect of the above resolution is attached herewith and marked as 'Annexure A'

B. Appointment of Mr. Ravi Mehra (DIN: 01651911) as a Whole Time Director designated as Deputy Managing Director of the Company

		rdinary Resolutio	n- de la companya de	
5 %	Nu			
Particulars	e-Votes	Postal ballot	Total	Percentage
Assent	23,20,88,338	46,980	23,21,35,318	92.1172
Dissent	1,98,64,774	0	1,98,64,774	7.8828
Total	25,19,53,112	46,980	25,20,00,092	100

Therefore, the above Resolution has been passed with requisite majority.

The detailed break up of voting in respect of the above Resolution is attached herewith and marked as 'Annexure B'



C. Re-appointment of Ms. Pravin Tripathi (DIN: 06913463) as an Independent Director of the Company

	Number of Valid Votes					
Particulars	e-Votes Postal ballot Total					
Assent	24,97,42,839	46,980	24,97,89,819	99.1229		
Dissent	22,10,273	0	22,10,273	0.8771		
Total	25,19,53,112	46,980	25,20,00,092	100		

Therefore, the above Resolution has been passed with requisite majority.

The detailed break up of voting in respect of the above Resolution is attached herewith and marked as 'Annexure C'

D. Re-appointment of Mr. Krishan Kumar Jalan (DIN: 01767702) as an Independent Director of the Company

	Special Resolution					
	Number of Valid Votes					
Particulars	e-Votes Postal ballot Total					
Assent	24,99,22,959	46,980	24,99,69,939	99.1944		
Dissent	20,30,153	0	20,30,153	0.8056		
Total	25,19,53,112	46,980	25,20,00,092	100		

Therefore, the above Resolution has been passed with requisite majority.

The detailed break up of voting in respect of the above Resolution is attached herewith and marked as 'Annexure D'



E. Raising of funds upto Rs. 700 crores through issue of securities

	The second secon	pecial Resolution		
Particulars	e-Votes	Postal ballot	Total	Percentage
Assent	25,19,45,010	46,980	25,19,91,990	99.9967
Dissent	8,403	0	8,403	0.0033
Total	25,19,53,413	46,980	25,20,00,393	100

Therefore, the above Resolution has been passed with requisite majority.

The detailed break up of voting in respect of the above Resolution is attached herewith and marked as 'Annexure E'

15. The Register, all other papers and other relevant records relating to postal ballot shall remain in our safe custody till the Chairman considers, approves, and signs the minutes and thereafter, the same would be handed over to the Company Secretary.

Thanking You,

FOR SANJAY GROVER & ASSOCIATES COMPANY SECRETARIES

Devesh Kumar Vasisht

Company Secretary

C.P. No.:13700

UDIN: F008488C000687650

Date: July 26, 2021 Place: New Delhi **COUNTERSIGNED BY**

FOR MINDA INDUSTRIES LTD.

K. Srivastava

Company Secretary & Compliance Officer

Annexure-A

A detailed summary of the voting through e-voting and postal ballot is given herein below:

A1. VOTING THROUGH E-VOTING:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	797	25,19,53,134	50,39,06,268
b) Less: Invalid votes	0	* O	0
c) Net Valid votes cast	797	25,19,53,134	50,39,06,268
d) Votes with assent for the resolution	749	23,62,35,224	47,24,70,448
e) Votes with dissent for the resolution	48	1,57,17,910	3,14,35,820

A2. VOTING THROUGH POSTAL BALLOT:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	32	47,105	94,210
b) Less: Invalid votes	6	125	250
c) Net Valid votes cast	26	46,980	93,960
d) Votes with assent for the resolution	26	46,980	93,960
e) Votes with dissent for the resolution	0	0	0



Annexure-B

A detailed summary of the voting through e-voting and postal ballot is given herein below:

B1. VOTING THROUGH E-VOTING:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	794	25, 19, 53, 112	50,39,06,224
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	794	25,19,53,112	50,39,06,224
d) Votes with assent for the resolution	718	23,20,88,338	46,41,76,676
e) Votes with dissent for the resolution	76	1,98,64,774	3,97,29,548

B2. VOTING THROUGH POSTAL BALLOT:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	32	47,105	94,210
b) Less: Invalid votes	6	125	250
c) Net Valid votes cast	26	46,980	93,960
d) Votes with assent for the resolution	26	46,980	93,960
e) Votes with dissent for the resolution	0	0	0



Annexure-C

A detailed summary of the voting through e-voting and postal ballot is given herein below:

C1. VOTING THROUGH E-VOTING:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	795	25,19,53,112	50,39,06,224
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	795	25,19,53,112	50,39,06,224
d) Votes with assent for the resolution	746	24,97,42,839	49,94,85,678
e) Votes with dissent for the resolution	49	.22,10,273	44,20,546

C2. VOTING THROUGH POSTAL BALLOT:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	32	47,105	94,210
b) Less: Invalid votes	6	125	250
c) Net Valid votes cast	26	46,980	93,960
d) Votes with assent for the resolution	26	46,980	93,960
e) Votes with dissent for the resolution	0	0	0



Annexure-D

A detailed summary of the voting through e-voting and postal ballot is given herein below:

D1. VOTING THROUGH E-VOTING:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	795	25,19,53,112	50,39,06,224
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	795	25,19,53,112	50,39,06,224
d) Votes with assent for the resolution	751	24,99,22,959	49,98,45,918
e) Votes with dissent for the resolution	44	20,30,153	40,60,306

D2. VOTING THROUGH POSTAL BALLOT:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	32	47,105	94,210
b) Less: Invalid votes	6	125	250
c) Net Valid votes cast	26	46,980	93,960
d) Votes with assent for the resolution	26	46,980	93,960
e) Votes with dissent for the resolution	0	0	0



Annexure-E

A detailed summary of the voting through e-voting and postal ballot is given herein below:

E1. VOTING THROUGH E-VOTING:

Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	795	25,19,53,413	50,39,06,826
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	795	25,19,53,413	50,39,06,826
d) Votes with assent for the resolution	769	25,19,45,010	50,38,90,020
e) Votes with dissent for the resolution	29	8,403	16,806

E2. VOTING THROUGH POSTAL BALLOT:

Particulars –	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	32	47,105	94,210
b) Less: Invalid votes	6	125	250
c) Net Valid votes cast	26	46,980	93,960
d) Votes with assent for the resolution	26	46,980	93,960
e) Votes with dissent for the resolution	0	0	0

